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AGENDA ITEM MEMO

BOARD MEETING DATE: September 10, 2026

TO: Board Members

THROUGH: Bryan McMath, Executive Administrator
Ashley Harden, General Counsel
Jessica Peña, Deputy Executive Administrator, Water Supply and Infrastructure

FROM: T. Clay Schultz, Ph.D., Director, Regional Water Project Development
Candice De Lello, Manager, Regional Water Project Development

SUBJECT: Acton Municipal Utility District Project No. 73745 Request for Change of Project Scope

ACTION REQUESTED

Consider amending by resolution the previously adopted Texas Water Development Board Resolution Nos. 17-027, 18-022, and 21-054, to modify the Acton Municipal Utility District's Clean Water State Revolving Fund project scope of work.

BACKGROUND

Since March 2017, the Texas Water Development Board (TWDB) has approved \$11,344,500, through three separate commitments, to Acton Municipal Utility District (District) from the Clear Water State Revolving Fund (CWSRF) for planning, design, and construction of the De Cordova Bend Estates Wastewater Treatment Plant (WWTP) improvements project. All project components for this project have been completed and the District is requesting to repurpose the remaining funds (\$1,029,340.67) for the rehabilitation of their existing Lift Station No. 11, as part of a separate CWSRF project (73877).

KEY ISSUES

The original project scope focused on rehabilitating the existing De Cordova Bend Estates WWTP to improve treatment efficiency, ensure compliance with permit requirements, and meet projected capacity needs. Major project components included converting the existing bullseye unit to a batch reactor system, constructing a laboratory, upgrading electrical and control systems, installing a new emergency generator, and implementing a SCADA system to improve monitoring and operational connectivity among facilities.

Our Mission

Leading the state's efforts
in ensuring a secure
water future for Texas

Board Members

L'Oreal Stepney, P.E., Chairwoman | W. Brady Franks, Board Member | Ashley Morgan, Board Member
Bryan McMath, Executive Administrator

While the proposed rehabilitation of Lift Station No. 11 supports the overall objective of improving the wastewater system's reliability and performance, this work was not included in the original project scope approved under the existing CWSRF commitments. As a result, the requested repurposing of remaining funds would constitute a change in the originally authorized use of project funds and requires Board consideration and approval.

RECOMMENDATION

To utilize available funding and make necessary improvements to the District's collection system, the Executive Administrator recommends that TWDB Resolution Nos. 17-027 and 18-022 and 21-054 be amended to include rehabilitation of Lift Station No. 11 as part of rehabilitation of the De Cordova Bend Estates Wastewater Treatment Facility, as part of a separate CWSRF project (73877).

Attachments:

1. Proposed Resolution (26-)
2. Resolution (21-054)
3. Resolution (18-022)
4. Resolution (17-027)
5. Request letter from Acton Municipal Utility District

A RESOLUTION OF THE TEXAS WATER DEVELOPMENT BOARD
AMENDING TWDB RESOLUTION NOS. 17-027, 18-022, AND 21-054 TO EXPAND THE
SCOPE OF THE PROJECT FOR THE REMAINING FINANCIAL ASSISTANCE OF THE
\$11,344,500 ACTON MUNICIPAL UTILITY DISTRICT UTILITY SYSTEM REVENUE
BONDS, NEW SERIES 2017 THROUGH 2021 AND \$94,500
IN PRINCIPAL FORGIVENESS

(26-)

WHEREAS, at its March 29, 2017 meeting, the Texas Water Development Board (TWDB), by TWDB Resolution No. 17-027, made a commitment to provide financial assistance to the Acton Municipal Utility District (District) for the purpose of financing improvements to the District's wastewater system in the amount of \$644,500; and

WHEREAS, the District closed on \$644,500 through the TWDB's purchase of \$644,500 Acton Municipal Utility District System Revenue Bonds, New Series 2017, along with a Principal Forgiveness Agreement in the amount of \$94,500 from the Clean Water State Revolving Fund program, all as is more specifically set forth in the TWDB's Resolution and accompanying documentation, to which documents express reference is made; and

WHEREAS, at its March 1, 2018 meeting, the TWDB, by TWDB Resolution No. 18-022, made an additional commitment to provide financial assistance to the District for the purpose of financing improvements to the District's wastewater system in the amount of \$8,210,000; and

WHEREAS, the District closed on \$8,210,000 through the TWDB's purchase of \$8,210,000 Acton Municipal Utility District System Revenue Bonds, New Series 2018 from the Clean Water State Revolving Fund program, all as is more specifically set forth in the TWDB's Resolution and accompanying documentation, to which documents express reference is made; and

WHEREAS, at its April 22, 2021 meeting, the TWDB, by TWDB Resolution No. 21-054, made an additional commitment to provide financial assistance to the District for the purpose of financing improvements to the District's wastewater system in the amount of \$2,490,000; and

WHEREAS, the District closed on \$2,490,000 through the TWDB's purchase of \$2,490,000 Acton Municipal Utility District System Revenue Bonds, New Series 2021 from the Clean Water State Revolving Fund program, all as is more specifically set forth in the TWDB's Resolution and accompanying documentation, to which documents express reference is made; and

WHEREAS, the District has requested that the TWDB amend the previous resolutions 17-027, 18-022, and 21-054 to expand the scope of Project No. 73745 to include the rehabilitation of Lift Station No. 11, which is part of a separate TWDB project number 73877; and

WHEREAS, the original project for which financial assistance was provided has been completed and significant funds remain unused; and

WHEREAS, the additional project elements as proposed by the District are eligible projects within the Clean Water State Revolving Fund program; and

WHEREAS, the TWDB hereby finds that the amendment(s) to the term of this loan is reasonable and that the request is in the public interest and will serve a public purpose; and

WHEREAS, in accordance with the Texas Water Code, the TWDB has carefully considered all matters required by law;

NOW, THEREFORE, based on these considerations and findings, the TWDB resolves as follows:

1. The commitment of the TWDB to provide financial assistance for the construction of certain wastewater system improvements is amended to include the rehabilitation of Lift Station No. 11, which is part of TWDB project 73877 and
2. That all other terms and conditions of TWDB Resolution Nos. 17-027, 18-022, and 21-054 shall remain in full force and effect.

APPROVED and ordered of record on this the 10th day of September 2026.

TEXAS WATER DEVELOPMENT BOARD

L'Oreal Stepney, P.E., Chairwoman

DATE SIGNED:_____

ATTEST:

Bryan McMath, Executive Administrator

A RESOLUTION OF THE TEXAS WATER DEVELOPMENT BOARD
APPROVING AN APPLICATION FOR FINANCIAL ASSISTANCE IN THE AMOUNT OF
\$2,490,000 TO ACTON MUNICIPAL UTILITY DISTRICT
FROM THE CLEAN WATER STATE REVOLVING FUND
THROUGH THE PROPOSED PURCHASE OF
\$2,490,000 ACTON MUNICIPAL UTILITY DISTRICT
UTILITY SYSTEM REVENUE BONDS,
PROPOSED SERIES 2021

(21-054)

WHEREAS, the Acton Municipal Utility District (District), located in Hood County has filed an application for financial assistance in the amount of \$2,490,000 from the Clean Water State Revolving Fund (CWSRF) as additional funding for the construction of certain wastewater system improvements identified as Project No. 73745 (Project); and

WHEREAS, the District previously received financial assistance in 2018 from the CWSRF in the amount of \$8,210,000 for the Project and seeks additional financial assistance due to construction bids being higher than anticipated; and

WHEREAS, the District seeks financial assistance from the Texas Water Development Board (TWDB) through the TWDB's proposed purchase of \$2,490,000 Acton Municipal Utility District Utility System Revenue Bonds, Proposed Series 2021 (together with all authorizing documents, (Obligations)), all as is more specifically set forth in the application and in recommendations of the TWDB's staff; and

WHEREAS, the District has offered a pledge of the net revenues of the utility system as sufficient security for the repayment of the Obligations; and

WHEREAS, the commitment is approved for funding under the TWDB's pre-design funding option, and initial and future releases of funds are subject to 31 TAC § 375.14; and

WHEREAS, the TWDB hereby finds:

1. that the revenue and/or taxes pledged by the District will be sufficient to meet all the Obligations assumed by the District, in accordance with Texas Water Code § 15.607;
2. that the application and assistance applied for meet the requirements of the Federal Water Pollution Control Act, 33 U.S.C. §§ 1251 *et seq.*, as well as state law, in accordance with Texas Water Code § 15.607;
3. that the District has adopted and implemented a water conservation program for the more efficient use of water that will meet reasonably anticipated local needs and conditions and that incorporates practices, techniques or technology prescribed by the Texas Water Code and TWDB's rules;

4. that the District has considered cost-effective, innovative, and nonconventional methods of treatment, in accordance with Texas Water Code § 15.007;
5. that the TWDB has made a timely and concerted effort to solicit projects that address green infrastructure, water, or energy efficiency improvements and other environmentally innovative activities and has determined that the entire Project, or a portion of the Project, satisfies the EPA's criteria for Green Projects; and
6. that the Executive Administrator issued a Categorical Exclusion on November 30, 2017, such findings being subject to the standard emergency discovery conditions for threatened and endangered species and cultural resources in the Project contract documents. The TWDB concurs with the environmental finding issued by the Executive Administrator.

NOW THEREFORE, based on these findings, the TWDB resolves as follows:

A commitment is made by the TWDB to the Acton Municipal Utility District for financial assistance in the amount of \$2,490,000 from the Clean Water State Revolving Fund through the TWDB's proposed purchase of \$2,490,000 Utility System Revenue Bonds, Proposed Series 2021. This commitment will expire on April 30, 2022.

Such commitment is conditioned as follows:

Standard Conditions

1. this commitment is contingent on a future sale of bonds by the TWDB or on the availability of funds on hand;
2. this commitment is contingent upon the issuance of a written approving opinion of the Attorney General of the State of Texas stating that all of the requirements of the laws under which said Obligations were issued have been complied with; that said Obligations were issued in conformity with the Constitution and laws of the State of Texas; and that said Obligations are valid and binding obligations of the District;
3. this commitment is contingent upon the District's compliance with all applicable requirements contained in 31 TAC Chapter 375;
4. the Obligations must provide that the District agrees to comply with all of the conditions set forth in the TWDB Resolution, which conditions are incorporated herein;
5. the Obligations must provide that the Obligations can be called for early redemption on any date beginning on or after the first interest payment date which is 10 years from the dated date of the Obligations, at a redemption price of par, together with accrued interest to the date fixed for redemption;

6. the District, or an obligated person for whom financial or operating data is presented to the TWDB in the application for financial assistance either individually or in combination with other issuers of the District's Obligations or obligated persons, will, at a minimum, regardless of the amount of the Obligations, covenant to comply with requirements for continuing disclosure on an ongoing basis substantially in the manner required by Securities and Exchange Commission (SEC) in 17 CFR § 240.15c2-12 (Rule 15c2-12) and determined as if the TWDB were a Participating Underwriter within the meaning of such rule, such continuing disclosure undertaking being for the benefit of the TWDB and the beneficial owners of the District's Obligations, if the TWDB sells or otherwise transfers such Obligations, and the beneficial owners of the TWDB's bonds if the District is an obligated person with respect to such bonds under SEC Rule 15c2-12;
7. the Obligations must contain a provision requiring the District to levy a tax and/or maintain and collect sufficient rates and charges, as applicable, to produce system funds in an amount necessary to meet the debt service requirements of all outstanding obligations and to maintain the funds established and required by the Obligations;
8. the Obligations must include a provision requiring the District to use any loan proceeds from the Obligations that are determined to be remaining unused funds, which are those funds unspent after the original approved project is completed, for enhancements to the original project that are explicitly approved by the Executive Administrator or, if no enhancements are authorized by the Executive Administrator, requiring the District to submit a final accounting and disposition of any unused funds;
9. the Obligations must include a provision requiring the District to use any loan proceeds from the Obligations that are determined to be surplus funds remaining after completion of the project and completion of a final accounting in a manner as approved by the Executive Administrator;
10. the Obligations must contain a provision that the TWDB may exercise all remedies available to it in law or equity, and any provision of the Obligations that restricts or limits the TWDB's full exercise of these remedies shall be of no force and effect;
11. loan proceeds are public funds and, as such, the Obligations must include a provision requiring that these proceeds shall be held at a designated state depository institution or other properly chartered and authorized institution in accordance with the Public Funds Investment Act, Government Code, Chapter 2256, and the Public Funds Collateral Act, Government Code, Chapter 2257;
12. loan proceeds shall not be used by the District when sampling, testing, removing, or disposing of contaminated soils and/or media at the project site. The Obligations shall include an environmental indemnification provision wherein the District

agrees to indemnify, hold harmless and protect the TWDB from any and all claims, causes of action or damages to the person or property of third parties arising from the sampling, analysis, transport, storage, treatment and disposition of any contaminated sewage sludge, contaminated sediments and/or contaminated media that may be generated by the District, its contractors, consultants, agents, officials and employees as a result of activities relating to the project to the extent permitted by law;

13. prior to closing, the District shall submit documentation evidencing the adoption and implementation of sufficient system rates and charges and/or the levy of an interest and sinking tax rate (if applicable) sufficient for the repayment of all system debt service requirements;
14. prior to closing, and if not previously provided with the application, the District shall submit executed contracts for engineering, and, if applicable, financial advisor and bond counsel contracts, for the project that are satisfactory to the Executive Administrator. Fees to be reimbursed under the contracts must be reasonable in relation to the services performed, reflected in the contract, and acceptable to the Executive Administrator;
15. prior to closing, when any portion of the financial assistance is to be held in escrow or in trust, the District shall execute an escrow or trust agreement, approved as to form and substance by the Executive Administrator, and shall submit that executed agreement to the TWDB;
16. the Executive Administrator may require that the District execute a separate financing agreement in form and substance acceptable to the Executive Administrator;
17. the Obligations must provide that the District will comply with all applicable TWDB laws and rules related to the use of the financial assistance;
18. the Obligations must provide that the District must comply with all conditions as specified in the final environmental finding of the Executive Administrator when issued, including the standard emergency discovery conditions for threatened and endangered species and cultural resources;
19. the Obligations must contain a provision requiring the District to maintain insurance coverage sufficient to protect the TWDB's interest in the project;

Conditions Related to Tax-Exempt Status

20. the District's bond counsel must prepare a written opinion that states that the interest on the Obligations is excludable from gross income or is exempt from federal income taxation. Bond counsel may rely on covenants and representations of the District when rendering this opinion;

21. the District's bond counsel opinion must also state that the Obligations are not "private activity bonds." Bond counsel may rely on covenants and representations of the District when rendering this opinion;
22. the Obligations must include a provision prohibiting the District from using the proceeds of this loan in a manner that would cause the Obligations to become "private activity bonds" within the meaning of section 141 of the Internal Revenue Code of 1986, as amended (Code) and the Treasury Regulations promulgated thereunder (Regulations);
23. the Obligations must provide that no portion of the proceeds of the loan will be used, directly or indirectly, in a manner that would cause the Obligations to be "arbitrage bonds" within the meaning of section 148(a) of the Code and Regulations, including to acquire or to replace funds which were used, directly or indirectly, to acquire Nonpurpose Investments (as defined in the Code and Regulations) which produce a yield materially higher than the yield on the TWDB's bonds that are issued to provide financing for the loan (Source Series Bonds), other than Nonpurpose Investments acquired with:
 - a. proceeds of the TWDB's Source Series Bonds invested for a reasonable temporary period of up to three (3) years after the issue date of the Source Series Bonds until such proceeds are needed for the facilities to be financed;
 - b. amounts invested in a bona fide debt service fund, within the meaning of section 1.148-1(b) of the Regulations; and
 - c. amounts deposited in any reasonably required reserve or replacement fund to the extent such amounts do not exceed the least of maximum annual debt service on the Obligations, 125% of average annual debt service on the Obligations, or 10 percent of the stated principal amount (or, in the case of a discount, the issue price) of the Obligations;
24. the Obligations must include a provision requiring the District take all necessary steps to comply with the requirement that certain amounts earned on the investment of gross proceeds of the Obligations be rebated to the federal government in order to satisfy the requirements of section 148 of the Code. The Obligations must provide that the District will:
 - a. account for all Gross Proceeds, as defined in the Code and Regulations, (including all receipts, expenditures and investments thereof) on its books of account separately and apart from all other funds (and receipts, expenditures and investments thereof) and retain all records of such accounting for at least six years after the final Computation Date. The District may, however, to the extent permitted by law, commingle Gross Proceeds of its loan with other money of the District, provided that the District separately accounts for each

receipt and expenditure of such Gross Proceeds and the obligations acquired therewith;

- b. calculate the Rebate Amount, as defined in the Code and Regulations, with respect to its loan, not less frequently than each Computation Date, in accordance with rules set forth in section 148(f) of the Code, section 1.148-3 of the Regulations, and the rulings thereunder. The District shall maintain a copy of such calculations for at least six years after the final Computation Date;
 - c. as additional consideration for the making of the loan, and in order to induce the making of the loan by measures designed to ensure the excludability of the interest on the TWDB's Source Series Bonds from the gross income of the owners thereof for federal income tax purposes, pay to the United States the amount described in paragraph (b) above within 30 days after each Computation Date; and
 - d. exercise reasonable diligence to assure that no errors are made in the calculations required by paragraph (b) and, if such error is made, to discover and promptly to correct such error within a reasonable amount of time thereafter, including payment to the United States of any interest and any penalty required by the Regulations;
- 25. the Obligations must include a provision prohibiting the District from taking any action that would cause the interest on the Obligations to be includable in gross income for federal income tax purposes;
 - 26. the Obligations must provide that the District will not cause or permit the Obligations to be treated as "federally guaranteed" obligations within the meaning of section 149(b) of the Code;
 - 27. the transcript must include a No Arbitrage Certificate or similar Federal Tax Certificate setting forth the District's reasonable expectations regarding the use, expenditure, and investment of the proceeds of the Obligations;
 - 28. the Obligations must contain a provision that the District will refrain from using the proceeds provided by this TWDB commitment or the proceeds of any prior bonds to pay debt service on another issue more than 90 days after the date of issue of the Obligations in contravention of the requirements of section 149(d) of the Code (relating to advance refundings);
 - 29. the transcript must include evidence that the information reporting requirements of section 149(e) of the Code will be satisfied. This requirement may be satisfied by filing an IRS Form 8038 with the Internal Revenue Service. In addition, the applicable completed IRS Form 8038 or other evidence that the information reporting requirements of section 149(e) have been satisfied must be provided to

the Executive Administrator within fourteen (14) days of closing. The Executive Administrator may withhold the release of funds for failure to comply;

30. the Obligations must provide that neither the District nor a related party thereto will acquire any of the TWDB's Source Series Bonds in an amount related to the amount of the Obligations to be acquired from the District by the TWDB;

State Revolving Fund Conditions

31. the District shall submit outlay reports with sufficient documentation on costs on a quarterly or monthly basis in accordance with TWDB outlay report guidelines;
32. the Obligations must include a provision stating that all laborers and mechanics employed by contractors and subcontractors for projects shall be paid wages at rates not less than those prevailing on projects of a similar character in the locality in accordance with the Davis-Bacon Act, and the U.S. Department of Labor's implementing regulations. The District, all contractors, and all sub-contractors shall ensure that all project contracts mandate compliance with Davis-Bacon. All contracts and subcontracts for the construction of the project carried out in whole or in part with financial assistance made available as provided herein shall insert in full in any contract in excess of \$2,000 the contracts clauses as provided by the TWDB;
33. the Obligations must include a provision stating that the District shall provide the TWDB with all information required to be reported in accordance with the Federal Funding Accountability and Transparency Act of 2006, Pub. L. 109-282, as amended by Pub. L. 110-252. The District shall obtain a Data Universal Numbering System (DUNS) Number and shall register with System for Award Management (SAM), and maintain current registration at all times during which the Obligations are outstanding;
34. the Obligations shall provide that all loan proceeds will be timely and expeditiously used, as required by 40 CFR § 35.3135(d), and also shall provide that the District will adhere to the approved project schedule;
35. the Obligations must contain a covenant that the District will abide by all applicable construction contract requirements related to the use of iron and steel products produced in the United States, as required by 31 TAC § 375.3, 33 U.S.C. § 1388, and related State Revolving Fund Policy Guidelines;
36. the Obligations must contain language detailing compliance with the requirements set forth in 33 U.S.C. § 1382 *et seq.* related to maintaining project accounts containing financial assistance for planning, design, acquisition, or construction, as applicable, in accordance with generally accepted accounting principles (GAAP).

These standards and principles also apply to the reporting of underlying infrastructure assets;

37. the District shall submit, prior to the release of funds, a schedule of the useful life of the project components prepared by an engineer as well as a certification by the applicant that the average weighted maturity of the obligations purchased by the TWDB does not exceed 120% of the average projected useful life of the project, as determined by the schedule;

Clean Water State Revolving Fund Conditions

38. the District shall pay at closing an origination fee approved by the Executive Administrator of the TWDB pursuant 31 TAC Chapter 375;
39. at the TWDB's option, the TWDB may fund the financial assistance under this Resolution with either available cash-on-hand or from bond proceeds. If the financial assistance is funded with available cash-on-hand, the TWDB reserves the right to change the designated source of funds to bond proceeds issued for the purpose of reimbursing funds used to provide the financial assistance approved in this Resolution;

Pledge Conditions for the Loan

40. The Obligations shall be on parity with any existing obligations that are secured with the same pledge of security as the proposed Obligations; and
41. the Obligations shall be governed by the additional debt test and reserve requirement as provided in the outstanding Acton Municipal Utility District Utility System Revenue Bonds, New Series 2017, Acton Municipal Utility District Utility System Revenue Bonds, New Series 2018, and Acton Municipal Utility District Utility System Revenue Bonds, New Series 2020.

PROVIDED, however, the commitment is subject to the following special conditions:

Special Conditions

42. the District must notify the Executive Administrator in writing, thirty (30) days prior to taking any actions to alter its legal status in any manner.
43. the Obligations must include a provision requiring that the District notify the Executive Administrator in writing prior to any action by it to convey its Obligations held by the TWDB to another entity, the conveyance and the assumption of the Obligations must be approved by the TWDB; and

44. the District must comply with all conditions as specified in the final environmental finding of the Executive Administrator, including the standard emergency discovery conditions for threatened and endangered species and cultural resources.

APPROVED and ordered of record this 22nd day of April 2021.

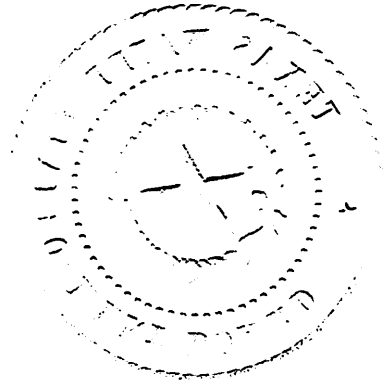
TEXAS WATER DEVELOPMENT BOARD


Brooke T. Paup
Brooke T. Paup, Chairwoman

DATE SIGNED: 4/22/21

ATTEST:

Jeff Walker
Jeff Walker, Executive Administrator



**A RESOLUTION OF THE TEXAS WATER DEVELOPMENT BOARD
APPROVING AN APPLICATION FOR FINANCIAL ASSISTANCE IN THE AMOUNT OF
\$8,210,000 TO ACTON MUNICIPAL UTILITY DISTRICT
FROM THE CLEAN WATER STATE REVOLVING FUND
THROUGH THE PROPOSED PURCHASE OF
\$8,210,000 ACTON MUNICIPAL UTILITY DISTRICT
UTILITY SYSTEM REVENUE BONDS,
PROPOSED SERIES 2018**

(18-022)

WHEREAS, the Acton Municipal Utility District (District), located in Hood County, has filed an application for financial assistance in the amount of \$8,210,000 from the Clean Water State Revolving Fund (CWSRF) to finance the construction of certain wastewater system improvements identified as Project No. 73745; and

WHEREAS, the District seeks financial assistance from the Texas Water Development Board (TWDB) through the TWDB's proposed purchase of \$8,210,000 Acton Municipal Utility District Utility System Revenue Bonds, Proposed Series 2018 (together with all authorizing documents, (Obligations)), all as is more specifically set forth in the application and in recommendations of the TWDB's staff; and

WHEREAS, the District has offered a pledge of the net revenues of the utility system as sufficient security for the repayment of the Obligations; and

WHEREAS, the TWDB hereby finds:

1. that the revenue and/or taxes pledged by the District will be sufficient to meet all the Obligations assumed by the District, in accordance with Texas Water Code § 15.607;
2. that the application and assistance applied for meet the requirements of the Federal Water Pollution Control Act, 33 U.S.C. §§ 1251 *et seq.*, as well as state law, in accordance with Texas Water Code § 15.607;
3. that the District has adopted and implemented a water conservation program for the more efficient use of water that will meet reasonably anticipated local needs and conditions and that incorporates practices, techniques or technology prescribed by the Texas Water Code and TWDB's rules;
4. that the District has considered cost-effective, innovative, and nonconventional methods of treatment, in accordance with Texas Water Code § 15.007;
5. that the TWDB has made a timely and concerted effort to solicit projects that address green infrastructure, water, or energy efficiency improvements and other environmentally innovative activities and has determined that the entire

Project, or a portion of the Project, satisfies the EPA's criteria for Green Projects; and

6. that the Executive Administrator issued a Categorical Exclusion on November 30, 2017, such findings being subject to the standard emergency discovery conditions for threatened and endangered species and cultural resources in the Project contract documents. The TWDB concurs with the environmental finding issued by the Executive Administrator.

NOW THEREFORE, based on these findings, the TWDB resolves as follows:

A commitment is made by the TWDB to the Acton Municipal Utility District for financial assistance in the amount of \$8,210,000 from the Clean Water State Revolving Fund through the TWDB's proposed purchase of \$8,210,000 Acton Municipal Utility District Utility System Revenue Bonds, Proposed Series 2018. This commitment will expire on March 31, 2019.

Such commitment is conditioned as follows:

Standard Conditions:

1. this commitment is contingent on a future sale of bonds by the TWDB or on the availability of funds on hand;
2. this commitment is contingent upon the issuance of a written approving opinion of the Attorney General of the State of Texas stating that all of the requirements of the laws under which said Obligations were issued have been complied with; that said Obligations were issued in conformity with the Constitution and laws of the State of Texas; and that said Obligations are valid and binding obligations of the District;
3. this commitment is contingent upon the District's compliance with all applicable requirements contained in 31 TAC Chapter 375;
4. the Obligations must provide that the Obligations can be called for early redemption only in inverse order of maturity, and on any date beginning on or after the first interest payment date which is 10 years from the dated date of the Obligations, at a redemption price of par, together with accrued interest to the date fixed for redemption;
5. the District, or an obligated person for whom financial or operating data is presented to the TWDB in the application for financial assistance either individually or in combination with other issuers of the District's Obligations or obligated persons, will, at a minimum, regardless of the amount of the Obligations, covenant to comply with requirements for continuing disclosure on an ongoing basis substantially in the manner required by Securities and

Exchange Commission (SEC) in 17 CFR § 240.15c2-12 (Rule 15c2-12) and determined as if the TWDB were a Participating Underwriter within the meaning of such rule, such continuing disclosure undertaking being for the benefit of the TWDB and the beneficial owners of the District's Obligations, if the TWDB sells or otherwise transfers such Obligations, and the beneficial owners of the TWDB's bonds if the District is an obligated person with respect to such bonds under SEC Rule 15c2-12;

6. the Obligations must contain a provision requiring the District to levy a tax and/or maintain and collect sufficient rates and charges to produce system revenues in an amount necessary to meet the debt service requirements of all outstanding obligations and to maintain the funds established and required by the Obligations;
7. the Obligations must include a provision requiring the District to use any loan proceeds from the Obligations that are determined to be remaining unused funds, which are those funds unspent after the original approved project is completed, for enhancements to the original project that are explicitly approved by the Executive Administrator or if no enhancements are authorized by the Executive Administrator, requiring the District to submit a final accounting and disposition of any unused funds;
8. the Obligations must include a provision requiring the District to use any loan proceeds from the Obligations that are determined to be surplus funds remaining after completion of the project and completion of a final accounting for the following purposes as approved by the Executive Administrator: (1) to redeem, in inverse annual order, the Obligations owned by the TWDB; (2) deposit into the Interest and Sinking Fund or other debt service account for the payment of interest or principal on the Obligations owned by the TWDB; or (3) deposit into a reserve fund;
9. the Obligations must contain a provision that the TWDB may exercise all remedies available to it in law or equity, and any provision of the Obligations that restricts or limits the TWDB's full exercise of these remedies shall be of no force and effect;
10. loan proceeds are public funds and, as such, the Obligations must include a provision requiring that these proceeds shall be held at a designated state depository institution or other properly chartered and authorized institution in accordance with the Public Funds Investment Act, Government Code, Chapter 2256, and the Public Funds Collateral Act, Government Code, Chapter 2257;
11. loan proceeds shall not be used by the District when sampling, testing, removing or disposing of contaminated soils and/or media at the project site. The Obligations shall include an environmental indemnification provision wherein the District agrees to indemnify, hold harmless and protect the TWDB from any

and all claims, causes of action or damages to the person or property of third parties arising from the sampling, analysis, transport, storage, treatment and disposition of any contaminated sewage sludge, contaminated sediments and/or contaminated media that may be generated by the District, its contractors, consultants, agents, officials and employees as a result of activities relating to the project to the extent permitted by law;

12. prior to closing, the District shall submit documentation evidencing the adoption and implementation of sufficient system rates and charges or, if applicable, the levy of an interest and sinking tax rate sufficient for the repayment of all system debt service requirements;
13. prior to closing, and if not previously provided with the application, the District shall submit executed contracts for engineering, and, if applicable, financial advisor and bond counsel contracts, for the project that are satisfactory to the Executive Administrator. Fees to be reimbursed under the contracts must be reasonable in relation to the services performed, reflected in the contract, and acceptable to the Executive Administrator;
14. prior to closing, when any portion of the financial assistance is to be held in escrow or in trust, the District shall execute an escrow or trust agreement, approved as to form and substance by the Executive Administrator, and shall submit that executed agreement to the TWDB;
15. the Executive Administrator may require that the District execute a separate financing agreement in form and substance acceptable to the Executive Administrator;

Conditions Related To Tax-Exempt Status:

16. the District's bond counsel must prepare a written opinion that states that the interest on the Obligations is excludable from gross income or is exempt from federal income taxation. Bond counsel may rely on covenants and representations of the District when rendering this opinion;
17. the District's bond counsel opinion must also state that the Obligations are not "private activity bonds." Bond counsel may rely on covenants and representations of the District when rendering this opinion;
18. the Obligations must include a provision prohibiting the District from using the proceeds of this loan in a manner that would cause the Obligations to become "private activity bonds" within the meaning of § 141 of the Internal Revenue Code of 1986, as amended (Code) and the Treasury Regulations promulgated thereunder (Regulations);

19. the Obligations must provide that no portion of the proceeds of the loan will be used, directly or indirectly, in a manner that would cause the Obligations to be “arbitrage bonds” within the meaning of § 148(a) of the Code and Regulations, including to acquire or to replace funds which were used, directly or indirectly, to acquire Nonpurpose Investments (as defined in the Code and Regulations) which produce a yield materially higher than the yield on the TWDB’s bonds that are issued to provide financing for the loan (Source Series Bonds), other than Nonpurpose Investments acquired with:
 - a. proceeds of the TWDB’s Source Series Bonds invested for a reasonable temporary period of up to three (3) years after the issue date of the Source Series Bonds until such proceeds are needed for the facilities to be financed;
 - b. amounts invested in a bona fide debt service fund, within the meaning of § 1.148-1(b) of the Regulations; and
 - c. amounts deposited in any reasonably required reserve or replacement fund to the extent such amounts do not exceed the least of maximum annual debt service on the Obligations, 125% of average annual debt service on the Obligations, or 10 percent of the stated principal amount (or, in the case of a discount, the issue price) of the Obligations;
20. the Obligations must include a provision requiring the District take all necessary steps to comply with the requirement that certain amounts earned on the investment of gross proceeds of the Obligations be rebated to the federal government in order to satisfy the requirements of § 148 of the Code. The Obligations must provide that the District will:
 - a. account for all Gross Proceeds, as defined in the Code and Regulations, (including all receipts, expenditures and investments thereof) on its books of account separately and apart from all other funds (and receipts, expenditures and investments thereof) and retain all records of such accounting for at least six years after the final Computation Date. The District may, however, to the extent permitted by law, commingle Gross Proceeds of its loan with other money of the District, provided that the District separately accounts for each receipt and expenditure of such Gross Proceeds and the obligations acquired therewith;
 - b. calculate the Rebate Amount, as defined in the Code and Regulations, with respect to its loan, not less frequently than each Computation Date, in accordance with rules set forth in § 148(f) of the Code, § 1.148-3 of the Regulations, and the rulings thereunder. The District shall maintain a copy of such calculations for at least six years after the final Computation Date;

- c. as additional consideration for the making of the loan, and in order to induce the making of the loan by measures designed to ensure the excludability of the interest on the TWDB's Source Series Bonds from the gross income of the owners thereof for federal income tax purposes, pay to the United States the amount described in paragraph (b) above within 30 days after each Computation Date;
 - d. exercise reasonable diligence to assure that no errors are made in the calculations required by paragraph (b) and, if such error is made, to discover and promptly to correct such error within a reasonable amount of time thereafter, including payment to the United States of any interest and any penalty required by the Regulations;
- 21. the Obligations must include a provision prohibiting the District from taking any action that would cause the interest on the Obligations to be includable in gross income for federal income tax purposes;
 - 22. the Obligations must provide that the District will not cause or permit the Obligations to be treated as "federally guaranteed" obligations within the meaning of § 149(b) of the Code;
 - 23. the transcript must include a No Arbitrage Certificate or similar Federal Tax Certificate setting forth the District's reasonable expectations regarding the use, expenditure and investment of the proceeds of the Obligations;
 - 24. the transcript must include evidence that the information reporting requirements of § 149(e) of the Code will be satisfied. This requirement may be satisfied by filing an IRS Form 8038 with the Internal Revenue Service. In addition, the applicable completed IRS Form 8038 or other evidence that the information reporting requirements of § 149(e) have been satisfied must be provided to the Executive Administrator within fourteen (14) days of closing. The Executive Administrator may withhold the release of funds for failure to comply;
 - 25. the Obligations must provide that neither the District nor a related party thereto will acquire any of the TWDB's Source Series Bonds in an amount related to the amount of the Obligations to be acquired from the District by the TWDB;

State Revolving Fund Conditions:

- 26. the District shall submit outlay reports with sufficient documentation on costs on a quarterly or monthly basis in accordance with TWDB outlay report guidelines;
- 27. the Obligations must include a provision stating that all laborers and mechanics employed by contractors and subcontractors for projects shall be paid wages at

rates not less than those prevailing on projects of a similar character in the locality in accordance with the Davis-Bacon Act, and the U.S. Department of Labor's implementing regulations. The District, all contractors, and all sub-contractors shall ensure that all project contracts mandate compliance with Davis-Bacon. All contracts and subcontracts for the construction of the project carried out in whole or in part with financial assistance made available as provided herein shall insert in full in any contract in excess of \$2,000 the contracts clauses as provided by the TWDB;

28. the Obligations must include a provision stating that the District shall provide the TWDB with all information required to be reported in accordance with the Federal Funding Accountability and Transparency Act of 2006, Pub. L. 109-282, as amended by Pub. L. 110-252. The District shall obtain a Data Universal Numbering System (DUNS) Number and shall register with System for Award Management (SAM), and maintain current registration at all times during which the Obligations are outstanding;
29. the Obligations shall provide that all loan proceeds will be timely and expeditiously used, as required by 40 CFR § 35.3135(d), and also shall provide that the District will adhere to the approved project schedule;
30. the Obligations must contain a covenant that the District will abide by all applicable construction contract requirements related to the use of iron and steel products produced in the United States, as required by 31 TAC § 375.3, 33 U.S.C. § 1388, and related State Revolving Fund Policy Guidelines;
31. the Obligations must contain language detailing compliance with the requirements set forth in 33 U.S.C. § 1382 *et seq.* related to maintaining project accounts containing financial assistance for planning, design, acquisition, or construction, as applicable, in accordance with generally accepted accounting principles (GAAP). These standards and principles also apply to the reporting of underlying infrastructure assets;
32. the District shall submit, prior to the release of funds, a schedule of the useful life of the project components prepared by an engineer as well as a certification by the applicant that the average weighted maturity of the obligations purchased by the TWDB does not exceed 120% of the average projected useful life of the project, as determined by the schedule;

Clean Water State Revolving Fund Conditions:

33. prior to or at closing, the District shall pay a 1.75% origination fee to the TWDB calculated pursuant 31 TAC Chapter 375 and the applicable Intended Use Plan;
34. at the TWDB's option, the TWDB may fund the financial assistance under this Resolution with either available cash-on-hand or from bond proceeds. If the

financial assistance is funded with available cash-on-hand, the TWDB reserves the right to change the designated source of funds to bond proceeds issued for the purpose of reimbursing funds used to provide the financial assistance approved in this Resolution;

35. prior to release of funds for professional consultants including, but not limited to, the engineer, financial advisor, and bond counsel, as appropriate, the District must provide documentation that it has met all applicable state procurement requirements as well as all federal procurement requirements under the Disadvantaged Business Enterprises program;
36. prior to release of funds for professional services related to architecture or engineering, including but not limited to contracts for program management, construction management, feasibility studies, preliminary engineering, design, engineering, surveying, mapping, or other architectural and engineering services as defined in 40 U.S.C. § 1102(2)(A)(C), the District must provide documentation that it has met all applicable federal procurement requirements as more specifically set forth in 40 U.S.C. § 1101 *et seq.* and 33 U.S.C. § 1382(b)(14).

Pledge Conditions For The Loan:

37. the Obligations must require the accumulation of a reserve fund of no less than average annual debt service requirements, to be accumulated in equal monthly installments over the initial sixty (60) months following the issuance of the Obligations;
38. if the District has existing revenue obligations with the same pledge of security as the proposed Obligations that will remain outstanding after any loan(s) made by the TWDB pursuant to this commitment, the lien or liens securing the Obligations issued to the TWDB shall be at least on a parity with lien or liens securing such outstanding obligations;
39. the Obligations must contain a provision providing that additional revenue obligations may only be incurred if net system revenues are at least 1.25 times the average annual debt service requirements after giving effect to the additional obligations when net revenues are a) determined from the last completed fiscal year or a 12 consecutive calendar month period ending not more than ninety (90) days preceding the adoption of the additional obligations as certified by a certified public accountant; or b) the District certifies that the District is expected to continue to meet or exceed the net system revenue test with a minimum coverage of 1.25 times the average annual debt service requirement. An authorized representative of the District must provide the calculations, identifying reasonable assumptions, in a manner and format that is acceptable to the Executive Administrator.

PROVIDED, however, the commitment is subject to the following special conditions:

Special Conditions:

40. the District must notify the Executive Administrator prior to taking any actions to alter its legal status in any manner, such as by conversion to a conservation and reclamation district or a sale-transfer-merger with another retail public utility;
41. the Obligations must include a provision requiring that, prior to any action by the District to convey its Obligations held by the TWDB to another entity, the conveyance and the assumption of the Obligations must be approved by the TWDB; and
42. the District must comply with all conditions as specified in the final environmental finding of the Executive Administrator; including the standard emergency discovery conditions for threatened and endangered species and cultural resources.

APPROVED and ordered of record this 1st day of March 2018.

TEXAS WATER DEVELOPMENT BOARD



Peter Lake, Chairman

DATE SIGNED:

3/1/18

ATTEST:



Jeff Walker
Executive Administrator

A RESOLUTION OF THE TEXAS WATER DEVELOPMENT BOARD
APPROVING AN APPLICATION FOR FINANCIAL ASSISTANCE IN THE AMOUNT
OF \$644,500 TO ACTON MUNICIPAL UTILITY DISTRICT
FROM THE CLEAN WATER STATE REVOLVING FUND
THROUGH THE PROPOSED PURCHASE OF
\$550,000 ACTON MUNICIPAL UTILITY DISTRICT
UTILITY SYSTEM REVENUE BONDS,
PROPOSED SERIES 2017
AND
\$94,500 IN PRINCIPAL FORGIVENESS

(17-027)

WHEREAS, the Acton Municipal Utility District (District) has filed an application for financial assistance in the amount of \$644,500 from the Clean Water State Revolving Fund (CWSRF) to finance the planning, and design of certain wastewater system improvements identified as Project No. 73745; and

WHEREAS, the District seeks financial assistance from the Texas Water Development Board (TWDB) through the TWDB's proposed purchase of \$550,000 Acton Municipal Utility District Utility System Revenue Bonds, Proposed Series 2017 (together with all authorizing documents, (Obligations)), and the execution of a Principal Forgiveness Agreement in the amount of \$94,500, all as is more specifically set forth in the application and in recommendations of the TWDB's staff; and

WHEREAS, the District has offered a pledge of the net revenues of the utility system as sufficient security for the repayment of the Obligations; and

WHEREAS, the TWDB hereby finds:

1. that the revenue and/or taxes pledged by the District will be sufficient to meet all the Obligations assumed by the District, in accordance with Texas Water Code § 15.607;
2. that the application and assistance applied for meet the requirements of the Federal Water Pollution Control Act, 33 U.S.C. §§ 1251 *et seq.*, as well as state law, in accordance with Texas Water Code § 15.607;
3. that the District has adopted and implemented a water conservation program for the more efficient use of water that will meet reasonably anticipated local needs and conditions and that incorporates practices, techniques or technology prescribed by the Texas Water Code and TWDB's rules;
4. that the District has considered cost-effective, innovative, and nonconventional methods of treatment, in accordance with Texas Water Code § 15.007; and

5. that the TWDB has made a timely and concerted effort to solicit projects that address green infrastructure, water, or energy efficiency improvements and other environmentally innovative activities and has determined that the entire Project, or a portion of the Project satisfies the EPA's criteria for Green Projects.

NOW THEREFORE, based on these findings, the TWDB resolves as follows:

A commitment is made by the TWDB to the Acton Municipal Utility District for financial assistance in the amount of \$644,500 from the Clean Water State Revolving Fund through the TWDB's proposed purchase of \$550,000 Acton Municipal Utility District Utility System Revenue Bonds, Proposed Series 2017 and the execution of a Principal Forgiveness Agreement in the amount of \$94,500. This commitment will expire on October 31, 2017.

Such commitment is conditioned as follows:

Standard Conditions

1. this commitment is contingent on a future sale of bonds by the TWDB or on the availability of funds on hand;
2. this commitment is contingent upon the issuance of a written approving opinion of the Attorney General of the State of Texas stating that all of the requirements of the laws under which said Obligations were issued have been complied with; that said Obligations were issued in conformity with the Constitution and laws of the State of Texas; and that said Obligations are valid and binding obligations of the District;
3. this commitment is contingent upon the District's compliance with all applicable requirements contained in 31 TAC Chapter 375;
4. the District, or an obligated person for whom financial or operating data is presented to the TWDB in the application for financial assistance either individually or in combination with other issuers of the District's Obligations or obligated persons, will, at a minimum, regardless of the amount of the Obligations, covenant to comply with requirements for continuing disclosure on an ongoing basis substantially in the manner required by Securities and Exchange Commission (SEC) in 17 CFR § 240.15c2-12 (Rule 15c2-12) and determined as if the TWDB were a Participating Underwriter within the meaning of such rule, such continuing disclosure undertaking being for the benefit of the TWDB and the beneficial owners of the District's Obligations, if the TWDB sells or otherwise transfers such Obligations, and the beneficial owners of the TWDB's bonds if the District is an obligated person with respect to such bonds under SEC Rule 15c2-12;
5. the Obligations must contain a provision requiring the District to levy a tax and/or maintain and collect sufficient rates and charges to produce system revenues in an amount necessary to meet the debt service requirements of all outstanding obligations and to maintain the funds established and required by the Obligations;

6. the Obligations must include a provision requiring the District to use any loan proceeds from the Obligations that are determined to be remaining unused funds, which are those funds unspent after the original approved project is completed, for enhancements to the original project that are explicitly approved by the Executive Administrator or if no enhancements are authorized by the Executive Administrator, requiring the District to submit a final accounting and disposition of any unused funds;
7. the Obligations must include a provision requiring the District to use any loan proceeds from the Obligations that are determined to be surplus funds remaining after completion of the project and completion of a final accounting for the following purposes as approved by the Executive Administrator: (1) to redeem, in inverse annual order, the Obligations owned by the TWDB; (2) deposit into the Interest and Sinking Fund or other debt service account for the payment of interest or principal on the Obligations owned by the TWDB; or (3) deposit into a reserve fund;
8. the Obligations must contain a provision that the TWDB may exercise all remedies available to it in law or equity, and any provision of the Obligations that restricts or limits the TWDB's full exercise of these remedies shall be of no force and effect;
9. loan proceeds are public funds and, as such, the Obligations must include a provision requiring that these proceeds shall be held at a designated state depository institution or other properly chartered and authorized institution in accordance with the Public Funds Investment Act, Government Code, Chapter 2256, and the Public Funds Collateral Act, Government Code, Chapter 2257;
10. loan proceeds shall not be used by the District when sampling, testing, removing or disposing of contaminated soils and/or media at the project site. The Obligations shall include an environmental indemnification provision wherein the District agrees to indemnify, hold harmless and protect the TWDB from any and all claims, causes of action or damages to the person or property of third parties arising from the sampling, analysis, transport, storage, treatment and disposition of any contaminated sewage sludge, contaminated sediments and/or contaminated media that may be generated by the District, its contractors, consultants, agents, officials and employees as a result of activities relating to the project to the extent permitted by law;
11. prior to closing, the District shall submit documentation evidencing the adoption and implementation of sufficient system rates and charges or, if applicable, the levy of an interest and sinking tax rate sufficient for the repayment of all system debt service requirements;
12. prior to closing, and if not previously provided with the application, the District shall submit executed contracts for engineering, and, if applicable, financial advisor

and bond counsel contracts, for the project that are satisfactory to the Executive Administrator. Fees to be reimbursed under the contracts must be reasonable in relation to the services performed, reflected in the contract, and acceptable to the Executive Administrator;

13. prior to closing, when any portion of the financial assistance is to be held in escrow or in trust, the District shall execute an escrow or trust agreement, approved as to form and substance by the Executive Administrator, and shall submit that executed agreement to the TWDB;
14. the Executive Administrator may require that the District execute a separate financing agreement in form and substance acceptable to the Executive Administrator;

Conditions Related To Tax-Exempt Status

15. the District's bond counsel must prepare a written opinion that states that the interest on the Obligations is excludable from gross income or is exempt from federal income taxation. Bond counsel may rely on covenants and representations of the District when rendering this opinion;
16. the District's bond counsel opinion must also state that the Obligations are not "private activity bonds." Bond counsel may rely on covenants and representations of the District when rendering this opinion;
17. the Obligations must include a provision prohibiting the District from using the proceeds of this loan in a manner that would cause the Obligations to become "private activity bonds" within the meaning of § 141 of the Internal Revenue Code of 1986, as amended (Code) and the Treasury Regulations promulgated thereunder (Regulations);
18. the Obligations must provide that no portion of the proceeds of the loan will be used, directly or indirectly, in a manner that would cause the Obligations to be "arbitrage bonds" within the meaning of § 148(a) of the Code and Regulations, including to acquire or to replace funds which were used, directly or indirectly, to acquire Nonpurpose Investments (as defined in the Code and Regulations) which produce a yield materially higher than the yield on the TWDB's bonds that are issued to provide financing for the loan (Source Series Bonds), other than Nonpurpose Investments acquired with:
 - a. proceeds of the TWDB's Source Series Bonds invested for a reasonable temporary period of up to three (3) years after the issue date of the Source Series Bonds until such proceeds are needed for the facilities to be financed;
 - b. amounts invested in a bona fide debt service fund, within the meaning of § 1.148-1(b) of the Regulations; and

- c. amounts deposited in any reasonably required reserve or replacement fund to the extent such amounts do not exceed the least of maximum annual debt service on the Obligations, 125% of average annual debt service on the Obligations, or 10 percent of the stated principal amount (or, in the case of a discount, the issue price) of the Obligations;
- 19. the Obligations must include a provision requiring the District take all necessary steps to comply with the requirement that certain amounts earned on the investment of gross proceeds of the Obligations be rebated to the federal government in order to satisfy the requirements of § 148 of the Code. The Obligations must provide that the District will:
 - a. account for all Gross Proceeds, as defined in the Code and Regulations, (including all receipts, expenditures and investments thereof) on its books of account separately and apart from all other funds (and receipts, expenditures and investments thereof) and retain all records of such accounting for at least six years after the final Computation Date. The District may, however, to the extent permitted by law, commingle Gross Proceeds of its loan with other money of the District, provided that the District separately accounts for each receipt and expenditure of such Gross Proceeds and the obligations acquired therewith;
 - b. calculate the Rebate Amount, as defined in the Code and Regulations, with respect to its loan, not less frequently than each Computation Date, in accordance with rules set forth in § 148(f) of the Code, § 1.148-3 of the Regulations, and the rulings thereunder. The District shall maintain a copy of such calculations for at least six years after the final Computation Date;
 - c. as additional consideration for the making of the loan, and in order to induce the making of the loan by measures designed to ensure the excludability of the interest on the TWDB's Source Series Bonds from the gross income of the owners thereof for federal income tax purposes, pay to the United States the amount described in paragraph (b) above within 30 days after each Computation Date;
 - d. exercise reasonable diligence to assure that no errors are made in the calculations required by paragraph (b) and, if such error is made, to discover and promptly to correct such error within a reasonable amount of time thereafter, including payment to the United States of any interest and any penalty required by the Regulations;
- 20. the Obligations must include a provision prohibiting the District from taking any action that would cause the interest on the Obligations to be includable in gross income for federal income tax purposes;

21. the Obligations must provide that the District will not cause or permit the Obligations to be treated as "federally guaranteed" obligations within the meaning of § 149(b) of the Code;
22. the transcript must include a No Arbitrage Certificate or similar Federal Tax Certificate setting forth the District's reasonable expectations regarding the use, expenditure and investment of the proceeds of the Obligations;
23. the transcript must include evidence that the information reporting requirements of § 149(e) of the Code will be satisfied. This requirement may be satisfied by filing an IRS Form 8038 with the Internal Revenue Service. In addition, the applicable completed IRS Form 8038 or other evidence that the information reporting requirements of § 149(e) have been satisfied must be provided to the Executive Administrator within fourteen (14) days of closing. The Executive Administrator may withhold the release of funds for failure to comply;
24. the Obligations must provide that neither the District nor a related party thereto will acquire any of the TWDB's Source Series Bonds in an amount related to the amount of the Obligations to be acquired from the District by the TWDB;

State Revolving Fund Conditions

25. the District shall submit outlay reports with sufficient documentation on costs on a quarterly or monthly basis in accordance with TWDB outlay report guidelines;
26. the Obligations must include a provision stating that all laborers and mechanics employed by contractors and subcontractors for projects shall be paid wages at rates not less than those prevailing on projects of a similar character in the locality in accordance with the Davis-Bacon Act, and the U.S. Department of Labor's implementing regulations. The District, all contractors, and all sub-contractors shall ensure that all project contracts mandate compliance with Davis-Bacon. All contracts and subcontracts for the construction of the project carried out in whole or in part with financial assistance made available as provided herein shall insert in full in any contract in excess of \$2,000 the contracts clauses as provided by the TWDB;
27. the Obligations must include a provision stating that the District shall provide the TWDB with all information required to be reported in accordance with the Federal Funding Accountability and Transparency Act of 2006, Pub. L. 109-282, as amended by Pub. L. 110-252. The District shall obtain a Data Universal Numbering System (DUNS) Number and shall register with System for Award Management (SAM), and maintain current registration at all times during which the Obligations are outstanding;

28. the Obligations shall provide that all loan proceeds will be timely and expeditiously used, as required by 40 CFR § 35.3135(d), and also shall provide that the District will adhere to the approved project schedule;
29. the Obligations and Principal Forgiveness Agreement must contain a covenant that the District will abide by all applicable construction contract requirements related to the use of iron and steel products produced in the United States, as required by 31 TAC § 375.3, 33 U.S.C. § 1388, and related State Revolving Fund Policy Guidelines;
30. the Obligations must contain language detailing compliance with the requirements set forth in 33 U.S.C. § 1382 *et seq.* related to maintaining project accounts containing financial assistance for planning, design, acquisition, or construction, as applicable, in accordance with generally accepted accounting principles (GAAP). These standards and principles also apply to the reporting of underlying infrastructure assets;
31. the District shall submit, prior to the release of funds, a schedule of the useful life of the project components prepared by an engineer as well as a certification by the applicant that the average weighted maturity of the obligations purchased by the TWDB does not exceed 120% of the average projected useful life of the project, as determined by the schedule;

Clean Water State Revolving Fund Conditions

32. prior to or at closing, the District shall pay a 1.85% origination fee to the TWDB calculated pursuant 31 TAC Chapter 375;
33. at the TWDB's option, the TWDB may fund the financial assistance under this Resolution with either available cash-on-hand or from bond proceeds. If the financial assistance is funded with available cash-on-hand, the TWDB reserves the right to change the designated source of funds to bond proceeds issued for the purpose of reimbursing funds used to provide the financial assistance approved in this Resolution;
34. prior to release of funds for professional consultants including, but not limited to, the engineer, financial advisor, and bond counsel, as appropriate, the District must provide documentation that it has met all applicable state procurement requirements as well as all federal procurement requirements under the Disadvantaged Business Enterprises program;
35. prior to release of funds for professional services related to architecture or engineering, including but not limited to contracts for program management, construction management, feasibility studies, preliminary engineering, design, engineering, surveying, mapping, or other architectural and engineering services as defined in 40 U.S.C. § 1102(2)(A)(C), the District must provide documentation that

it has met all applicable federal procurement requirements as more specifically set forth in 40 U.S.C. § 1101 *et seq.* and 33 U.S.C. § 1382(b)(14).

Pledge Conditions For The Loan

36. the Obligations must require the accumulation of a reserve fund of no less than average annual debt service requirements, to be accumulated in equal monthly installments over the initial twenty-four (24) months following the issuance of the Obligations;
37. if the District has existing revenue obligations with the same pledge of security as the proposed Obligations that will remain outstanding after any loan(s) made by the TWDB pursuant to this commitment, the lien or liens securing the Obligations issued to the TWDB shall be at least on a parity with lien or liens securing such outstanding obligations;
38. the Obligations must contain a provision providing that additional revenue obligations may only be incurred if net system revenues are at least 1.25 times the average annual debt service requirements after giving effect to the additional obligations when net revenues are a) determined from the last completed fiscal year or a 12 consecutive calendar month period ending not more than ninety (90) days preceding the adoption of the additional obligations as certified by a certified public accountant; or b) the District certifies that the District is expected to continue to meet or exceed the net system revenue test with a minimum coverage of 1.25 times the average annual debt service requirement. An authorized representative of the District must provide the calculations, identifying reasonable assumptions, in a manner and format that is acceptable to the Executive Administrator.

PROVIDED, however, the commitment is subject to the following special conditions:

Special Conditions:

39. the District must notify the Executive Administrator prior to taking any actions to alter its legal status in any manner, such as by conversion to a conservation and reclamation district or a sale-transfer-merger with another retail public utility;
40. the Obligations must include a provision requiring that, prior to any action by the District to convey its Obligations held by the TWDB to another entity, the conveyance and the assumption of the Obligations must be approved by the TWDB;
41. prior to closing, the District shall execute a Principal Forgiveness Agreement in a form and substance acceptable to the Executive Administrator; and

42. the Principal Forgiveness Agreement must include a provision stating that the District shall return any principal forgiveness funds that are determined to be surplus funds in a manner determined by the Executive Administrator.

APPROVED and ordered of record this 29th day of March, 2017.

TEXAS WATER DEVELOPMENT BOARD



Bech K. Bruun

Bech K. Bruun, Chairman

DATE SIGNED: 3-29-17

ATTEST:

Jeff Walker

Jeff Walker
Executive Administrator

Acton Municipal Utility District
6420 Lusk Branch Court
Granbury, Texas 76049-2035



Phone (817) 326-4720
Fax (817) 326-1075
www.amud.com

August 11, 2026

Ronnie Christian, P.E.
Project Manager
Brazos Team
Texas Water Development Board
1700 North Congress Ave.
Austin, Texas 78701

RE: Acton Municipal Utility District (AMUD), Lift Station No. 11 Project Sufficiency of Funds Statement RUF

Dear Mr. Christian,

AMUD had previously received a commitment from the Texas Water Development Board for a CWSR loan for the De Cordova Bend Wastewater Treatment Plant Expansion Project in the amount of \$8,210,000.00 and a second CWSRF loan for the Pecan Plantation Wastewater Treatment Plant Expansion Project in the amount of \$2,490,000.00.

Currently, there is approximately \$1,029,340.67 in funds remaining. The AMUD previously submitted a Request for Unused Funds to use these remaining funds for the design and construction of the Lift Station #11 Project. The project cost for the Lift Station No. 11 Project is \$1,890,000.00. The AMUD will pay the additional amount needed in the approximate amount of \$860,660.00.

AMUD will provide funds in the amount of \$860,660.00 to cover the remaining construction costs after using all the remaining CWSRF funds. For a total project cost of \$1,890,000.00.

The AMUD confirms that these funds are on deposit, unencumbered, and readily available for use in connection with the Lift Station No. 11 project.

Based on the above, AMUD certifies that it has sufficient funds and access to capital to meet its financial obligations and to complete the Lift Station No. 11 project.

Sincerely,



Richard English

General Manager

Acton Municipal Utility District

Att: Lift Station No. 11 TWDB-1201 Budget Form

DCBE WWTP No. 1 CWSRF #73745 - TWDB-1201 Budget Form for RUF

Pecan Plantation WWTP CWSRF #73877 - TWDB-1201 Budget Form for RUF

PROJECT BUDGET		ACTON MUNICIPAL UTILITY DISTRICT LIFT STATION NO. 11							
Uses	TWDB CWSRF #73745	TWDB CWSRF #73877	TWDB Funds Program 3	Total TWDB Cost	Local Cash Contribution	Local In- Kind Work	Other Funding Source 1	Other Funding Source 2	Total Cost
Construction									
Construction	\$756,909	\$102,432		\$859,341	\$600,659				\$1,460,000
Subtotal Construction	\$756,909	\$102,432	\$0	\$859,341	\$600,659	\$0	\$0	\$0	\$1,460,000
Basic Engineering Fees									
Planning +	\$15,000	\$0		\$15,000	\$0				\$15,000
Design	\$30,000	\$0		\$30,000	\$0				\$30,000
Construction Engineering	\$35,000	\$0		\$35,000	\$0				\$35,000
Basic Engineering Other									
**				\$0					\$0
Basic Engineering Other									
**				\$0					\$0
Basic Engineering Other									
**				\$0					\$0
Subtotal Basic Engineering Fees	\$80,000	\$0	\$0	\$80,000	\$0	\$0	\$0	\$0	\$80,000
Special Services									
Application	\$0	\$0		\$0	\$0				\$0
Environmental	\$15,000	\$0		\$15,000	\$0				\$15,000
Water Conservation Plan	\$0	\$0		\$0	\$0				\$0
I/I Studies/Sewer Evaluation	\$0	\$0		\$0	\$0				\$0
Surveying	\$0	\$0		\$0	\$0				\$0
Geotechnical	\$0	\$0		\$0	\$0				\$0
Testing	\$15,000	\$0		\$15,000	\$0				\$15,000
Permits	\$0	\$0		\$0	\$0				\$0
Inspection	\$40,000	\$0		\$40,000	\$0				\$40,000
O&M Manual	\$0	\$0		\$0	\$0				\$0
Project Management (by engineer)	\$20,000	\$0		\$20,000	\$0				\$20,000
Pilot Testing	\$0	\$0		\$0	\$0				\$0
Water Distribution Modeling	\$0	\$0		\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Subtotal Special Services	\$90,000	\$0	\$0	\$90,000	\$0	\$0	\$0	\$0	\$90,000
Other					\$0				
Administration	\$0	\$0		\$0	\$0				\$0
Land/Easements Acquisition	\$0	\$0		\$0	\$0				\$0
Water Rights Purchase (If Applicable)	\$0	\$0		\$0	\$0				\$0
Capacity Buy-In (If Applicable)	\$0	\$0		\$0	\$0				\$0
Project Legal Expenses	\$0	\$0		\$0	\$0				\$0
Other **				\$0	\$0				\$0
Other **				\$0	\$0				\$0
Other **				\$0	\$0				\$0
Other **				\$0	\$0				\$0
Subtotal Other Services	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Fiscal Services									
Financial Advisor	\$0	\$0		\$0	\$0				\$0
Bond Counsel	\$0	\$0		\$0	\$0				\$0
Issuance Cost	\$0	\$0		\$0	\$0				\$0
Bond Insurance/Surety	\$0	\$0		\$0	\$0				\$0
Fiscal/Legal	\$0	\$0		\$0	\$0				\$0
Capitalized Interest	\$0	\$0		\$0	\$0				\$0
Bond Reserve Fund	\$0	\$0		\$0	\$0				\$0
Loan Origination Fee	\$0	\$0		\$0	\$0				\$0
Other **				\$0	\$0				\$0
Other **				\$0	\$0				\$0
Other **				\$0	\$0				\$0
Other **				\$0	\$0				\$0
Subtotal Fiscal Services	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Contingency									
Contingency	\$0	\$0		\$0	\$260,000				\$260,000
Subtotal Contingency	\$0	\$0	\$0	\$0	\$260,000	\$0	\$0	\$0	\$260,000
TOTAL COSTS	\$926,909	\$102,432	\$0	\$1,029,341	\$860,659	\$0	\$0	\$0	\$1,890,000

with Planning costs, please break down below the Planning costs per the Instructions page:

				\$0					\$0
									\$0
									\$0
									\$0
									\$0
				\$0	\$0	\$0	\$0	\$0	\$0



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PROJECT BUDGET		ACTON MUNICIPAL UTILITY DISTRICT CWSRF #73745							
Uses	TWDB CWSRF #73745	TWDB CWSRF #73877	TWDB Funds Program 3	Total TWDB Cost	Local Cash Contribution	Local In- Kind Work	Other Funding Source 1	Other Funding Source 2	Total Cost
Construction									
Construction	\$756,909	\$0		\$756,909	\$0				\$756,909
Subtotal Construction	\$756,909	\$0	\$0	\$756,909	\$0	\$0	\$0	\$0	\$756,909
Basic Engineering Fees									
Planning +	\$15,000	\$0		\$15,000	\$0				\$15,000
Design	\$30,000	\$0		\$30,000	\$0				\$30,000
Construction Engineering	\$35,000	\$0		\$35,000	\$0				\$35,000
Basic Engineering Other									
**				\$0					\$0
Basic Engineering Other									
**				\$0					\$0
Basic Engineering Other									
**				\$0					\$0
Subtotal Basic Engineering Fees	\$80,000	\$0	\$0	\$80,000	\$0	\$0	\$0	\$0	\$80,000
Special Services									
Application	\$0	\$0		\$0	\$0				\$0
Environmental	\$15,000	\$0		\$15,000	\$0				\$15,000
Water Conservation Plan	\$0	\$0		\$0	\$0				\$0
I/I Studies/Sewer Evaluation	\$0	\$0		\$0	\$0				\$0
Surveying	\$0	\$0		\$0	\$0				\$0
Geotechnical	\$0	\$0		\$0	\$0				\$0
Testing	\$15,000	\$0		\$15,000	\$0				\$15,000
Permits	\$0	\$0		\$0	\$0				\$0
Inspection	\$40,000	\$0		\$40,000	\$0				\$40,000
O&M Manual	\$0	\$0		\$0	\$0				\$0
Project Management (by engineer)	\$20,000	\$0		\$20,000	\$0				\$20,000
Pilot Testing	\$0	\$0		\$0	\$0				\$0
Water Distribution Modeling	\$0	\$0		\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Subtotal Special Services	\$90,000	\$0	\$0	\$90,000	\$0	\$0	\$0	\$0	\$90,000
Other									
Administration	\$0	\$0		\$0	\$0				\$0
Land/Easements Acquisition	\$0	\$0		\$0	\$0				\$0
Water Rights Purchase (If Applicable)	\$0	\$0		\$0	\$0				\$0
Capacity Buy-In (If Applicable)	\$0	\$0		\$0	\$0				\$0
Project Legal Expenses	\$0	\$0		\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Subtotal Other Services	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Fiscal Services									
Financial Advisor	\$0	\$0		\$0	\$0				\$0
Bond Counsel	\$0	\$0		\$0	\$0				\$0
Issuance Cost	\$0	\$0		\$0	\$0				\$0
Bond Insurance/Surety	\$0	\$0		\$0	\$0				\$0
Fiscal/Legal	\$0	\$0		\$0	\$0				\$0
Capitalized Interest	\$0	\$0		\$0	\$0				\$0
Bond Reserve Fund	\$0	\$0		\$0	\$0				\$0
Loan Origination Fee	\$0	\$0		\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Subtotal Fiscal Services	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Contingency									
Contingency	\$0	\$0		\$0	\$0				\$0
Subtotal Contingency	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
TOTAL COSTS	\$926,909	\$0	\$0	\$926,909	\$0	\$0	\$0	\$0	\$926,909



with Planning costs, please break down below the Planning costs per the Instructions page:

				\$0
				\$0
				\$0
				\$0
	\$0	\$0	\$0	\$0

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PROJECT BUDGET		ACTON MUNICIPAL UTILITY DISTRICT CWSRF #73877							
Uses	TWDB CWSRF #73877	TWDB Funds Program 2	TWDB Funds Program 3	Total TWDB Cost	Local Cash Contribution	Local In- Kind Work	Other Funding Source 1	Other Funding Source 2	Total Cost
Construction									
Construction	\$102,432	\$0		\$102,432	\$0				\$102,432
Subtotal Construction	\$102,432	\$0	\$0	\$102,432	\$0	\$0	\$0	\$0	\$102,432
Basic Engineering Fees									
Planning +	\$0	\$0		\$0	\$0				\$0
Design	\$0	\$0		\$0	\$0				\$0
Construction Engineering	\$0	\$0		\$0	\$0				\$0
Basic Engineering Other									
**				\$0					\$0
Basic Engineering Other									
**				\$0					\$0
Basic Engineering Other									
**				\$0					\$0
Subtotal Basic Engineering Fees	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Special Services									
Application	\$0	\$0		\$0	\$0				\$0
Environmental	\$0	\$0		\$0	\$0				\$0
Water Conservation Plan	\$0	\$0		\$0	\$0				\$0
I/I Studies/Sewer Evaluation	\$0	\$0		\$0	\$0				\$0
Surveying	\$0	\$0		\$0	\$0				\$0
Geotechnical	\$0	\$0		\$0	\$0				\$0
Testing	\$0	\$0		\$0	\$0				\$0
Permits	\$0	\$0		\$0	\$0				\$0
Inspection	\$0	\$0		\$0	\$0				\$0
O&M Manual	\$0	\$0		\$0	\$0				\$0
Project Management (by engineer)	\$0	\$0		\$0	\$0				\$0
Pilot Testing	\$0	\$0		\$0	\$0				\$0
Water Distribution Modeling	\$0	\$0		\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Special Services Other									
**				\$0	\$0				\$0
Subtotal Special Services	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Other									
Administration	\$0	\$0		\$0	\$0				\$0
Land/Easements Acquisition	\$0	\$0		\$0	\$0				\$0
Water Rights Purchase (If Applicable)	\$0	\$0		\$0	\$0				\$0
Capacity Buy-In (If Applicable)	\$0	\$0		\$0	\$0				\$0
Project Legal Expenses	\$0	\$0		\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Subtotal Other Services	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Fiscal Services									
Financial Advisor	\$0	\$0		\$0	\$0				\$0
Bond Counsel	\$0	\$0		\$0	\$0				\$0
Issuance Cost	\$0	\$0		\$0	\$0				\$0
Bond Insurance/Surety	\$0	\$0		\$0	\$0				\$0
Fiscal/Legal	\$0	\$0		\$0	\$0				\$0
Capitalized Interest	\$0	\$0		\$0	\$0				\$0
Bond Reserve Fund	\$0	\$0		\$0	\$0				\$0
Loan Origination Fee	\$0	\$0		\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Other **									
				\$0	\$0				\$0
Subtotal Fiscal Services	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Contingency									
Contingency	\$0	\$0		\$0	\$0				\$0
Subtotal Contingency	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
TOTAL COSTS	\$102,432	\$0	\$0	\$102,432	\$0	\$0	\$0	\$0	\$102,432



Planning costs, please break down below the Planning costs per the Instructions page:

Keith P. Kindle

				\$0
				\$0
				\$0
				\$0
\$0	\$0	\$0	\$0	\$0

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